

## **ODGI BoD Meeting Minutes**

Meeting Type:         Board of Directors    Officers         Committee    General

Meeting Notice:      Regularly Scheduled         Specially Called

Meeting Date:        2013-05-17

Meeting Open Time: 7:20 pm

Meeting Location:   William Burbage's Residence, 203 Drennen Road, Orlando, FL 32806

Meeting Chairperson: Daryl Siddon

Meeting Scribe:       Daryl Siddon

Meeting Attendance:

Present:              William Burbage, Mark Janssen, James LeBaube, Daryl Siddon

Absent:                None

Meeting Quorum:    # Needed = 3            # Present = 4

Meeting Agenda:

1. Old Business
  - a. Prior BoD Meeting Minutes Approval (Siddon)
  - b. Outstanding Action Item Status/Disposition
    - i. Establish ODGI With State (Siddon)
2. New Business
  - a. Adopt Vision, Mission, Values (Siddon)
  - b. Adopt Position Duties (Siddon)
  - c. Adopt Conflicts of Interest Policy (Siddon)
  - d. Accept Director's Signed Conflicts Of Interest Forms (Siddon)
  - e. Appoint Chairman of the Board (Siddon)
  - f. Appoint Initial Officers (Siddon)
  - g. Approach To Fill Remaining Officer Positions (Siddon)
  - h. Adopt Bylaws (Siddon)
  - i. Establish ODGI With City Government (Siddon)
  - j. Establish ODGI With County Government (Siddon)
  - k. Establish ODGI Bank Account (Siddon)
  - l. Develop ODGI's Solicitation of Contributions Registration Application (Siddon)
3. Any Other Business (Janssen)
4. Next BoD Meeting (Janssen)

Meeting Topic #1a:   Prior Board of Director Meeting Minutes Approval

**Discussion:**

It was noted that the meeting minutes from the prior 2013-04-13 Board of Directors Meeting were approved via all Director's signatures on 2013-04-13.

**Meeting Topic #1b: Outstanding Action Item Status/Disposition**

**Discussion (Action Item: Establish ODGI With State):**

Daryl Siddon reported the successful creation of the Orlando Disc Golf, Inc. (ODGI) as a non-profit corporation with the State of Florida Division of Corporations. The ODGI corporate record from [www.sunbiz.org](http://www.sunbiz.org) was displayed and discussed. Government-issued paperwork was displayed and discussed. The BoD agreed that the Action Item was now closed.

**Meeting Topic #2a: Adopt Vision, Mission, Values**

**Discussion:**

The Vision, Mission, Values document was displayed, reviewed, and discussed.

**Motion Originator:** Daryl Siddon

**Motion Description:**

Adopt the 05/17/2013 dated ODGI Vision, Mission, and Values statements to go into effect on 05/17/2013.

**Motion Consideration:**       As Is       Debated       Amended

**Vote Type:**       By Count:

# For = <#>      # Against = <#>      # Abstained = <#>

By Roll Call:

**Votes For:**                      William Burbage,

Mark Janssen,

James LeBaube,

Daryl Siddon

**Votes Against:**                  None

**Votes Abstained:**                None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Meeting Topic #2b: Adopt Position Duties

Discussion:

The Position Duties document was displayed, reviewed, and discussed.

Motion Originator: Daryl Siddon

Motion Description:

Adopt the 05/17/2013 dated ODGI Position Duties document to go into effect on 05/18/2013.

Motion Consideration:  As Is  Debated  Amended

Vote Type:  By Count:

# For = <#> # Against = <#> # Abstained = <#>

By Roll Call:

Votes For: William Burbage,  
Mark Janssen,  
James LeBaube,  
Daryl Siddon

Votes Against: None

Votes Abstained: None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Meeting Topic #2c: Adopt Conflicts of Interest Policy

Discussion:

The Conflicts of Interest Policy document was displayed, reviewed, and discussed.

Motion Originator: Daryl Siddon

Motion Description:

Adopt the 05/17/2013 dated ODGI Conflicts of Interest Policy to go into effect on 05/17/2013.

Motion Consideration:  As Is  Debated  Amended

Vote Type:  by Count:

# For = <#> # Against = <#> # Abstained = <#>

By Roll Call:

Votes For: William Burbage,  
Mark Janssen,  
James LeBaube,  
Daryl Siddon

Votes Against: None

Votes Abstained: None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Meeting Topic #2d: Accept Director's Signed Conflicts Of Interest Forms

Discussion:

The Conflicts of Interest forms were displayed, reviewed, discussed, printed, and signed by the Directors.

Motion Originator: Daryl Siddon

Motion Description:

Accept attached signed ODGI Conflicts of Interest forms, pursuant to the ODGI Conflicts of Interest Policy, from the following persons: William Burbage, Mark Janssen, James LeBaube, and Daryl Siddon.

Motion Consideration:  As Is  Debated  Amended

Vote Type:  By Count:

# For = <#> # Against = <#> # Abstained = <#>

By Roll Call:

Votes For: William Burbage,  
Mark Janssen,  
James LeBaube,  
Daryl Siddon

Votes Against: None

Votes Abstained: None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Meeting Topic #2e: Appoint Chairman of the Board

Discussion:

Nominations for the Chairman of the Board position were requested, received, and discussed.

Motion Originator: Daryl Siddon

Motion Description:

Appoint Mark Janssen as ODGI's Chairman of the Board to go into effect on 05/18/2013.

Motion Consideration:  As Is  Debated  Amended

Vote Type:  By Count:

# For = <#> # Against = <#> # Abstained = <#>

By Roll Call:

Votes For: William Burbage,  
Mark Janssen,  
James LeBaube,  
Daryl Siddon

Votes Against: None

Votes Abstained: None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Action Item:

Daryl Siddon to update the ODGI Organization Chart to reflect Mark Janssen as Chairman of the Board.

Meeting Topic #2f: Appoint Initial Officers

Discussion:

Nominations for Officer Positions were requested, received, and discussed.

Motion Originator: Daryl Siddon

Motion Description:

Appoint the following individuals as ODGI Officers to go into effect on 05/18/2013:

President:	Mark Janssen
Vice President:	William Burbage
Treasurer:	Daryl Siddon
Secretary:	Daryl Siddon
Communications Officer:	William Burbage

Motion Consideration:  As Is  Debated  Amended

Vote Type:  By Count:

# For = <#> # Against = <#> # Abstained = <#>

By Roll Call:

Votes For:	William Burbage, Mark Janssen, James LeBaube, Daryl Siddon
------------	---

Votes Against:	None
----------------	------

Votes Abstained: None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Action Item:

Daryl Siddon to update the ODGI Organization Chart to reflect the appointed Officers' names.

Meeting Topic #2g: Approach To Fill Remaining Officer Position

Discussion:

Discussion occurred on how to fill the remaining officer position. Timeline to fill the remaining position was discussed.

Action Item:

Communications Officer to solicit candidate applicants for the ODGI Events Coordinator position.

Meeting Topic #2h: Adopt Bylaws

Discussion:

The Bylaws document was displayed, reviewed, and discussed.

Motion Originator: Daryl Siddon

Motion Description:

Adopt the 05/17/2013 dated ODGI Bylaws to go into effect on 05/18/2013.

Motion Consideration:  As Is  Debated  Amended

Vote Type:  By Count:

# For = <#> # Against = <#> # Abstained = <#>

By Roll Call:

Votes For: William Burbage,  
Mark Janssen,  
James LeBaube,  
Daryl Siddon

Votes Against: None

Votes Abstained: None

Motion Disposition:  Passed  Rejected  Tabled  Withdrawn

Meeting Topic #2i: Establish ODGI With City Government

Discussion:

The ODGI's completed "City of Orlando Business Tax Application" document was displayed, reviewed, and discussed. The ODGI's "City of Orlando Home Occupation Application" document was displayed, reviewed, and discussed.

Action Item:

Mark Janssen to submit applications and necessary funds, within the next two weeks, to establish the "Orlando Disc Golf, Inc." (ODGI) with the City of Orlando government. Retain a copy of submitted paperwork and provide it to the Secretary for archival and for use during subsequent annual filings. Provide a copy of any government-issued paperwork to the Secretary for archival.

Meeting Topic #2j: Establish ODGI With County Government

Discussion:

The ODGI's completed Orange County "Application For Payment Of Local Business Tax" document was displayed, reviewed, and discussed.

Action Item:

Mark Janssen to submit attached information and necessary funds, within the next two weeks, to establish the "Orlando Disc Golf, Inc." (ODGI) with the Orange County government. Retain a copy of submitted paperwork and provide it to the Secretary for archival and for use during subsequent annual filings. Provide a copy of any government-issued paperwork to the Secretary for archival.

Meeting Topic #2k: Establish ODGI Bank Account

Discussion:

The need for a business checking account was discussed. A banking institution was recommended. Required signatories were discussed.

Action Item:

Daryl Siddon to submit required information and initial deposit, within the next two weeks, to establish the "Orlando Disc Golf, Inc." (ODGI) checking account

with the Regions Bank; with the Treasurer and President as the dual signatories for issuing disbursements from the account.

**Meeting Topic #2: Develop ODGI's Solicitation of Contributions Registration Application**

**Discussion:**

The importance, from a federal IRS viewpoint, of ODGI solicitations to maintain "public charity" status was discussed. Florida statutes regarding solicitation of funds from the public was discussed. The need to annually submit a solicitations application with the state of Florida was discussed.

**Action Item:**

James LeBaube to complete, within the next two weeks, the ODGI's 2013 solicitation application using the State of Florida's "Solicitation of Contributions Registration Application" (Form 10100) as required by Florida Statutes Title XXXIII Chapter 496 "Solicitation Of Funds". Then he is to walk-through the application contents at a Director's Meeting.

**Meeting Topic #3: Any Other Business**

**Discussion:**

None

**Meeting Topic #4: Next BoD Meeting**

**Discussion:**

Potential dates/times/locations for the next Board of Directors Meeting were discussed. The actual date/time/location to be later established by the Chairman of the Board.

**Meeting Close Time: 10:20 pm**

**Meeting Minutes Review/Approval:**

**Name:** William Burbage

**Signature:**

**Date:**

William Burbage  
May 18<sup>th</sup>, 2013

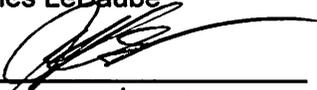
**Name:** Mark Janssen

**Signature:**

Mark Janssen

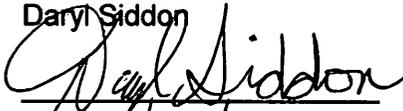
Date: 18 May 2013

Name: James LeBaube

Signature: 

Date: 5/18/2013

Name: Daryl Siddon

Signature: 

Date: 05/18/2013